

BI (Official Form 1)(04/13)

United States Bankruptcy Court District of Nevada		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Zelephant Holdings, LLC		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all) 46-2630097		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 8912 Spanish Ridge Avenue Suite 300 Las Vegas, NV <div style="text-align: right;">ZIP Code 89148</div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP Code</div>
County of Residence or of the Principal Place of Business: Clark		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above):		
Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
Statistical/Administrative Information *** Gregory E. Garman, Esq. Nevada Bar No. 6654 *** <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Zelephant Holdings, LLC	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: - None -	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b). X _____ Signature of Attorney for Debtor(s) (Date)	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) <div style="text-align: center;"> _____ (Name of landlord that obtained judgment) </div> <div style="text-align: center;"> _____ (Address of landlord) </div>			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

Voluntary Petition*(This page must be completed and filed in every case)*

Name of Debtor(s):

Zeleepant Holdings, LLC

Signatures**Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney*

X _____
Signature of Attorney for Debtor(s)

Gregory E. Garman, Esq. Nevada Bar No. 6654

Printed Name of Attorney for Debtor(s)

Gordon Silver

Firm Name

3960 Howard Hughes Pkwy

9th Floor

Las Vegas, NV 89169

Address

(702) 796-5555 Fax: (702) 369-2666

Telephone Number

Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Authorized Individual

Jerry N. Kramer

Printed Name of Authorized Individual

Manager

Title of Authorized Individual

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.

**UNANIMOUS RESOLUTION OF MANAGERS
OF ZELEPHANT HOLDINGS, LLC,
a Nevada limited liability company**

The undersigned, being all of the managers ("*Managers*") of ZELEPHANT HOLDINGS, LLC, a Nevada limited liability company (the "*Company*"), do hereby adopt and ratify the following resolutions as of January 26, 2015:

CHAPTER 11 FILING OF THE COMPANY

WHEREAS: The undersigned have reviewed and considered the interests of the Company, including, but not limited to, its creditors, and have reviewed and considered information presented to the undersigned that the undersigned believe necessary to evaluate and reach an informed decision, in connection with the Company filing a petition for relief under Chapter 11 of Title 11 of the United States Code ("*Chapter 11*"), in the United States Bankruptcy Court for the District of Nevada (the "*Bankruptcy Court*").

RESOLVED: The undersigned hereby authorize and approve the Company filing a petition for relief under Chapter 11 in the Bankruptcy Court.

FURTHER RESOLVED: Jerry Neal Kramer (the "*Authorized Person*") is hereby authorized and directed to execute and file on behalf of the Company the petition for relief under Chapter 11 in the Bankruptcy Court.

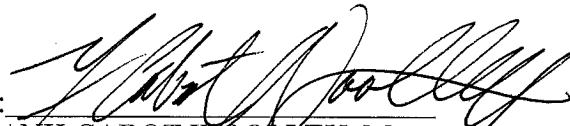
FURTHER RESOLVED: The Authorized Person shall be designated as the natural person responsible for carrying out the duties of debtor and debtor-in-possession, including, but not limited to, executing all pleadings and paperwork required to effectuate the reorganization of the Company under Chapter 11 and taking all action incidental thereto. The execution of any document or instrument by the Authorized Person, on behalf of the Company, pursuant to these resolutions shall be conclusive evidence that such action has been authorized and approved by the Company in every respect. For the avoidance of doubt, the resolutions adopted in this Unanimous Resolution of Managers do not modify the rights and obligations of the Managers as otherwise provided in law or any operating agreement governing the Company.


FURTHER RESOLVED: The undersigned authorizes, directs, ratifies and approves the hiring of the law firm of Gordon Silver to represent the Company in the above-referenced Chapter 11 bankruptcy case.

(Signature page follows.)

ZELEPHANT HOLDINGS, LLC

By: 
JERRY N. KRAMER, Manager

By: 
FRANK CABOT WOOLLEY, Manager

By: 
JOHN CLAUD MONRO, Manager

B4 (Official Form 4) (12/07)

United States Bankruptcy Court
District of Nevada

In re Zelevant Holdings, LLC

Debtor(s)

Case No.

Chapter

11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Richard Kagan 12606 Promontory Road Los Angeles, CA 90049	Richard Kagan 12606 Promontory Road Los Angeles, CA 90049	Promissory Note		200,000.00
Steven C. Gordon 9990 South Santa Monica Blvd Beverly Hills, CA 90210	Steven C. Gordon 9990 South Santa Monica Blvd Beverly Hills, CA 90210	Promissory Note dated 03/24/2014		200,000.00
United Security Investors 1, LLC Attention: Managing Member 1 Hughes Center Drive Suite 505 Las Vegas, NV 89169	United Security Investors 1, LLC Attention: Managing Member 1 Hughes Center Drive Las Vegas, NV 89169	Promissory Note		100,000.00
R. Scott Wiede, Esq. Weide & Miller, Ltd. 7251 West Lake Mead Blvd Suite 530 Las Vegas, NV 89128	R. Scott Wiede, Esq. Weide & Miller, Ltd. 7251 West Lake Mead Blvd Las Vegas, NV 89128	Legal Services		2,370.96
C Farther LLC Attention: Managing Member 12704 Country View Lane Burnsville, MN 55337-3724	C Farther LLC Attention: Managing Member 12704 Country View Lane Burnsville, MN 55337-3724	Accounting Services		Unknown
EC Wise, Inc. 101 Glacier Point Road, Ste. D Attention: Jack Hakim San Rafael, CA 94901	EC Wise, Inc. 101 Glacier Point Road, Ste. D Attention: Jack Hakim San Rafael, CA 94901	Intellectual Property Licensing Agreements	Unliquidated Disputed	Unknown

B4 (Official Form 4) (12/07) - Cont.
In re Zelephant Holdings, LLC

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Manager of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date 1/26/2015

Signature Jerry N. Kramer
Jerry N. Kramer
Manager

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court
District of Nevada**

In re Zeleepant Holdings, LLC

Debtor(s)

Case No.

Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the Manager of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date:

1/26/2015

Jerry N. Kramer

Jerry N. Kramer/Manager
Signer/Title

ZELEPHANT HOLDINGS, LLC
8912 SPANISH RIDGE AVENUE
SUITE 300
LAS VEGAS, NV 89148

FRANK CABOT WOOLLEY
11339 LA MADRE RIDGE
LAS VEGAS, NV 89135

C FARTHER LLC
ATTENTION: MANAGING MEMBER
12704 COUNTRY VIEW LANE
BURNSVILLE, MN 55337-3724

JOHN CLAUD MONRO
4963 MESACAPELLA DRIVE
LAS VEGAS, NV 89148

EC WISE, INC.
101 GLACIER POINT ROAD, STE. D
ATTENTION: JACK HAKIM
SAN RAFAEL, CA 94901

C FARTHER LLC
ATTENTION: MANAGING MEMBER
18316 KERRVILLE TRAIL
LAKEVILLE, MN 55044

R. SCOTT WIEDE, ESQ.
WEIDE & MILLER, LTD.
7251 WEST LAKE MEAD BLVD
SUITE 530
LAS VEGAS, NV 89128

EC WISE, INC.
1489 W. WARM SPRINGS ROAD
SUITES 110-231
ATTENTION: JACK HAKIM
HENDERSON, NV 89074

RICHARD KAGAN
12606 PROMONTORY ROAD
LOS ANGELES, CA 90049

JOHN BENEDICT, ESQ.
LAW OFFICES OF JOHN BENEDICT
2190 E. PEBBLE ROAD
SUITE 260
LAS VEGAS, NV 89123

STEVEN C. GORDON
9990 SOUTH SANTA MONICA BLVD
BEVERLY HILLS, CA 90210

DEPT. OF EMPLOYMENT, TRAINING &
REHABILITATION, EMPLOYMENT SECURITY DIV.
500 EAST THIRD ST.
CARSON CITY, NV 89713

UNITED SECURITY INVESTORS 1, LLC
ATTENTION: MANAGING MEMBER
1 HUGHES CENTER DRIVE
SUITE 505
LAS VEGAS, NV 89169

INTERNAL REVENUE SERVICE
P.O. BOX 7346
PHILADELPHIA, PA 19101-7346

KONICA MINOLTA BUSINESS
SOLUTIONS, USA, INC. -
ATTENTION MANAGING MEMBER
100 WILLIAMS DRIVE
RAMSEY, NJ 07446

NEVADA DEPARTMENT OF TAXATION
BANKRUPTCY SECTION
555 E. WASHINGTON AVE., #1300
LAS VEGAS, NV 89101

SK&G
ATTENTION: MANAGING MEMBER
8912 SPANISH RIDGE AVENUE
SUITE 300
LAS VEGAS, NV 89148

OFFICE OF THE US TRUSTEE
300 LAS VEGAS BLVD., SOUTH, #4300
LAS VEGAS, NV 89101

JERRY N. KRAMER
8912 SPANISH RIDGE AVENUE
LAS VEGAS, NV 89148